FORM D

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

ΚΕCΕΙνες

2007

OMB Number:

3235-0076 May 31, 2005 Expires:

Estimated average burden hours per response.

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. 37 **SECTION 4(6), AND/OR**

UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY								
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Name of Offering (check if this is an an	nendment and name ha	as changed, and indicate	change.)			
Undivided tenant in common ("TI	C") interests in real	estate.				
Filing Under (Check box(es) that apply):	☐ Rule 504	Rule 505	Rule 5	506 [Section 4(6)	ULOE
Type of Filing: ☐ New Filing ☐	Amendment					
	A. BAS	IC IDENTIFICATIO	N DATA	•		
1. Enter the information requested about the	ie issuer					
Name of Issuer (check if this is an am	endment and name ha	s changed, and indicate	change.)			
Glenview 1031, L.L.C.						
Address of Executive Offices	(Number and Street,	City, State, Zip Code)		Telephone N	Number (Including	Area Code)
2901 Butterfield Road, Oak Brook		•••		(630) 2	218-8000 ext. 28	19
Address of Principal Business Operations (if different from Executive Offices)	(Number and Street.	City, State, Zip Code)		Telephone N	Number (Including	Area Code)
(If different from Executive Offices)						
Brief Description of Business						
The acquisition, management and	sale of undivided te	nant in common inte	rests in re	al property		PROCESSED
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Type of Business Organization		· · · · · · · · · · · · · · · · · · ·				MAR 4 4 2007
corporation	☐ limited partners	hip, already formed		Other (p	lease specify):	MAK 1 4 ZUU
business trust	<u></u>	hip, to be formed			liability company	TUOMEON
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Actual or Estimated Date of Incorporation	or Organization:	0 4 0	6	☐ Actual		FINANCIAL
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GENERAL INSTRUCTIONS

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION-

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (6-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

1 of 15

A. BASIC IDENTIFICATION DATA 2. Enter the information requested for the following: • Each promoter of the issuer, if the issuer has been organized within the past five years; · Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the · Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and · Each general and managing partner of partnership issuers. □ Director ☐ Beneficial Owner ■ Executive Officer General and/or Check Box(es) that Apply: □ Promoter Managing Partner Full Name (Last name first, if individual) Inland Real Estate Exchange Corporation Business or Residence Address (Number and Street, City, State. Zip Code) 2901 Butterfield Road, Oak Brook, Illinois 60523 ☐ Executive Officer ☐ Director General and/or □ Promoter ☐ Beneficial Owner Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Glenview Exchange, L.L.C. Business or Residence Address (Number and Street, City, State, Zip Code) 2901 Butterfield Road, Oak Brook, Illinois 60523 ☐ Executive Officer ☐ Director General and/or □ Promoter ☐ Beneficial Owner Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Inland Continental Property Management Corporation Business or Residence Address (Number and Street, City, State, Zip Code) 2901 Butterfield Road, Oak Brook, Illinois 60523 Check Box(es) that Apply: Promoter ☐ Beneficial Owner ☐ Executive Officer □ Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter ■ Beneficial Owner ■ Executive Officer Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) □ Director ■ Beneficial Owner ■ Executive Officer General and/or Check Box(es) that Apply: □ Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) General and/or ☐ Director Check Box(es) that Apply: ☐ Promoter ■ Beneficial Owner ☐ Executive Officer Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)

				В.	INFORMA	TION AB	OUT OFFE	RING				
Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Answer also in Appendix, Column 2, if filing under ULOE.										Yes	No ⊠	
2. Wha	at is the m	inimum inv	estment that	will be ac	cepted fron	n any indi	vidual?				\$	679.897*
3. Does	s the offer	ing permit	joint owners	hip of a sii	ngle unit?						Yes	No
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
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^{*} The minimum investment may be adjusted in the issuer's sole discretion.

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Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers	Investacorp, Inc.												
Business or Residence Address (Number and Street. City. State. Zip Code)	[I]X	[IN] [NE]	[1A] [NV]	[KS] [NH]	[KY] [NJ]	[LA] [NM]	[ME] [NY]	[MD] [NC]	[MA] [ND]	[MI] [OH]	[MN] [OK]	[MS] [OR]	[MO] [PA]
Business or Residence Address (Number and Street, City, State, Zip Code) 1101 16th Street, Springfield, OR 97477		· - ·		individual)			· · · ·						
Name of Associated Broker or Dealer Linsco / Private Ledger Corporation	Busines	Business or Residence Address (Number and Street, City, State, Zip Code)											
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)		Name of Associated Broker or Dealer											
All States All	Line												
IL		States in Which Person Listed Has Solicited or Intends to Solicit Purchasers											
Full Name (Last name first, if individual) Sweeney, Kevin M. Business or Residence Address (Number and Street, City, State, Zip Code) 3800 Blackhawk Road, Suite 100, Danville, CA 94506	-							-					
Full Name (Last name first, if individual) Sweeney, Kevin M.							, -						
Name of Associated Broker or Dealer 1st Global Capital Corp. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	Full Na	me (Last 1	name first, if				<u> </u>				. ,		
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Name of Associated Broker or Dealer 1st Global Capital Corp. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)				individual)	·								
Name of Associated Broker or Dealer 1st Global Capital Corp. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)						~	e, Zip Coo	ie)					
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	Name o	f Associa	ted Broker of	Dealer									
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C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND U	SE OF PF	ROCEED	s		
 Enter the aggregate offering price of securities included in this offering and the total amountaiready sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box ☐ and indicate in the columns below the amounts of the securities offered for exchange and already exchanged 			-		
Type of Security		Aggregat fering Pi		Am	ount Already Sold
Debt	<u>\$</u>	-0-		\$	-0-
Equity	<u>\$</u>	-0-		\$	-0-
☐ Common ☐ Preferred					
Convertible Securities (including warrants)	<u>s</u>	-0-		\$	-0-
Partnership Interests	<u>\$</u>	-0-		\$	-0-
Other (Specify <u>Undivided fractional interests in real estate</u>)	\$	23,116.50	00	\$ 19	.606.446.31
Total	\$	23,116,50	00	\$ 19	9,606,446.31
Answer also in Appendix, Column 3, if filing under ULOE.					
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	•				Aggregate
•		Number Investors			llar Amount Purchases
Accredited Investors		27		\$ 19	9,606,446.31
Non-accredited Investors		-0-		\$	-0-
Total (for filings under Rule 504 only)				\$	
Answer also in Appendix, Column 4, if filing under ULOE.					
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for al securities sold by the issuer, to date, in offerings of the types indicated in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1.					
Type of Offering		Type of Security		Do	llar Amount Sold
Rule \$05				\$	
Regulation A				\$	
Rule 504				<u>s</u>	
Total				\$	
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of expenditure is not known, furnish an estimate and check the box to the left of the estimate	e an				
Transfer Agent's Fees	••••••		\boxtimes	\$	-0-
Printing and Engraving Costs			\boxtimes	\$	-0-
Legal Fees			\boxtimes	\$	45,000
Accounting Fees			\boxtimes	\$	-0-
Engineering Fees			\boxtimes	\$	-0-
Sales Commission (specify finders' fees separately)			\boxtimes	\$	1,401,000
Other Expenses (identify) Marketing, Formation and other costs			\boxtimes	\$	308,500

Total				⊠	\$	1,754,500
C. OFFERING PR	ICE, NUMBER OF INVESTORS, EXPENSES AND US	E OF	PROCEEDS		•	
and total expenses furnished in respo	regate offering price given in response to Part C – Question 4.a. This difference is the "a	djust	ed		\$ 21	.362,000
each of the purposes shown. If the ar check the box to the left of the estim	usted proceeds to the issuer used or proposed to be us nount for any purpose is not known, furnish an estimate. The total of the payments listed must equal the ad in response to Part $C - Question 4.b$ above.	te an	đ			
	•		Payments Officers Director & Affiliat	; S		Payments To Others
Salaries and fees		🛛	\$ 2,456,190		⊠	\$ 136,750
Purchase of real estate		🗆	\$		×	\$18,099.500
Purchase, rental or leasing and in	stallation of machinery and equipment	🗆	\$			<u>s</u>
Construction or leasing of plant	buildings and facilities	🗖	\$			\$
offering that may be used in exc	including the value of securities involved in this nange for the assets or securities of another issuer	\Box	\$		П	.
		_				
• •	,					\$
	Acquisition Overhead, Closing and Title Costs,		\$ 194.560		⊠ .	\$ 475.000
Third-Party Reports, Lender Clo	sing and Transfer Costs and Transfer Tax		,			
		•				
Column Totals		. 🛛	\$ 2,650,750		\boxtimes	\$ 18,711,250
Total Payments Listed (column t	otals added)		⊠	\$ 21,	362,00	00
	D. FEDERAL SIGNATURE					
following signature constitutes an underta	be signed by the undersigned duly authorized person. aking by the issuer to furnish to the U.S. Securities and the by the issuer to any non-accredited investor pursu	d Exc	hange Comn	nissio	n, upo	on written
Issuer (Print or Type)	Signature		Date			
Glenview 1031, L.L.C.	Patricia a. Dellosso		2-2	23	-0	7
Name of Signer (Print or Type)	Title of Signer (Print or Type)					•
Patricia A. DelRosso	President, Inland Real Estate Exchange Corpora Exchange, L.L.C., as the sole member of Glenvi			embe	r of C	ilenview

-ATTENTION-----

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

E. STATE SIGNATURE								
	presently subject to any of the disqualification							
	See Appendix. Column 5, for state response.							
2. The undersigned issuer hereby undertakes Form D (17 CFR 239.500) at such times a	s to furnish to any state administrator of any states required by state law.	te in which this notice is filed, a notice on						
3. The undersigned issuer hereby undertake issuer to offerees.	es to furnish to the state administrators, upon v	written request, information furnished by the						
Limited Offering Exemption (ULOE) of	e issuer is familiar with the conditions that must the state in which this notice is filed and unders ishing that these conditions have been satisfied	stands that the issuer claiming the availability						
The issuer has read this notification and known undersigned duly authorized person.	ows the contents to be true and has duly caused	this notice to be signed on its behalf by the						
Issuer (Print or Type)	Signature	Date						
Glenview 1031, L.L.C.	Patricia a. belloss	o 2-23-07						
Name (Print or Type)	Title (Print or Type)							

President, Inland Real Estate Exchange Corporation, as the sole member of Glenview

Exchange, L.L.C., as the sole member of Glenview 1031, L.L.C.

Instruction:

Patricia A. DelRosso

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

i.	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)		5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)				
State	Yes	No		Number of Accredited Investors	Amount	Non- Accredited Investors	Amount	Yes	No
AL							,		_
AK									
AZ		⊠	Undivided fractional interests in real estate \$23,116.500	3	\$1,586,174.83	-0-	-0-		
AR			\$23,110.500			·			
CA		⊠	Undivided fractional interests in real estate \$23,116,500	8	\$5,725,084.58	-0-	-0-		×
со		Ø	Undivided fractional interests in real estate \$23.116.500	1	\$1,360,500	-0-	-0-		⊠
СТ			Ψ23.110,300						
DE									
DC			1						
FL									
GA		×	Undivided fractional interests in real estate \$23,116,500	3	\$1,680,000.00	-0-	-0-		Ø
HI			42 5,770,000			-			
ID		⊠	Undivided fractional interests in real estate \$23.116.500	1	\$545,000	-0-	-0-		Ճ
lL		. ⊠	Undivided fractional interests in real estate \$23,116,500	8	\$3,175,586.90	-0-	-0-		⊠
IN									
lA									
KS									

APPENDIX

1	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2) Number of			5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Non- Accredited Investors	Amount	Yes	No
KY				mvestors	Amount	III V CSIO1S	Aillouin		
LA									
ME			<u> </u>						
MD									
МА		⊠	Undivided fractional interests in real estate	1	\$1,000,000	-0-	-0-		×
			\$23.116.500						
МІ		⊠	Undivided fractional interests in real estate	1	\$700,500.00	-0-	-0-		⊠
<u> </u>			\$23,116,500						
MN			Undivided fractional interests in real estate	1	\$383,600	-0-	-0-		
			\$23,116,500						
MS									
МО									Ė
MT									
NE									
NV		⊠	Undivided fractional interests in real estate	1	\$200,000	-0-	-0-		⊠
			\$23,116.500						
NH									
NJ				·					
NM									
NY					04(0.011.5)				
NC		⊠	Undivided fractional interests in real estate \$23,116.500	1	\$560,011.06	- 0-	-0-		⊠
ND									
ОН									

APPENDIX

1	2		3 Type of security	4			5 Disqualification under State ULOE		
	Intend to sell to non-accredited investors in State		and aggregate offering price offered in state	Type of investor and amount purchased in State			(if yes, attach explanation of waiver granted)		
 	(Part B-	-item 1)	(Part C-Item 1)		(Part C	(-ltem 2) Number of		(Part E-ltem 1)	
State	Yes	No		Number of Accredited Accredited Investors Amount Investors Amount		Yes	No		
OK				7111101010	7.1110-0111		7 1170 4111		
OR		⊠	Undivided fractional interests in real estate	1	\$700.000.00	-0-	-0-		⊠
<u></u>			\$23,116,500	-			1		
PA									
RI			,			·			
SC									
SD			·						
TN		⊠	Undivided fractional interests in real estate	3	\$1,850,000.00	-0-	-0-		Ø
			\$23.116.500		- '				
TX									
UT									
VT									
VA									
WA									
WV									
WI		⊠	Undivided fractional interests in real estate \$23.116.500	1	\$700,000	-0-	-0-		
WY			\$43,110.300			,			
PR					<u> </u>				

	Total		•••••		Ø	\$	1,754.500		
	C. OFFERING PRICE	, NUMBER OF INVESTORS, EXPENSES AND US	E OF	PROCEEDS					
b.	b. Enter the difference between the aggregate offering price given in response to Part C – Question 1 and total expenses furnished in response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer."								
5. Indicate below the amount of the adjusted proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C – Question 4.b above.									
				Payments Officers Director & Affiliat	S		Payments To Others		
	Salaries and fees		🛛	\$ 2,456,190		\boxtimes	\$ 136.750		
	Purchase of real estate		🗆	\$		\boxtimes	\$18.099.500		
	Purchase, rental or leasing and instal	lation of machinery and equipment	🗆	\$			\$		
	Construction or leasing of plant buil-	dings and facilities	🗆	\$			\$		
	offering that may be used in exchang	uding the value of securities involved in this ge for the assets or securities of another issuer		s			S		
			_						
	• •								
	• •			\$ 194,560			\$ 475.000		
		equisition Overhead, Closing and Title Costs, and Transfer Costs and Transfer Tax		3 194,500		KZI	3 475.000		
	Column Totals		🖾	\$ 2,650,750		×	\$ 18.711.250		
Total Payments Listed (column totals added)							00		
D. FEDERAL SIGNATURE									
folk	owing signature constitutes an undertakin	igned by the undersigned duly authorized person. g by the issuer to furnish to the U.S. Securities and by the issuer to any non-accredited investor pursu	l Exc	hange Comm	issio	n, up	on written		
	er (Print or Type)	Signature		Date					
Gle	nview 1031, L.L.C.	Patricia a. Sellosso							
Nan	Name of Signer (Print or Type) Title of Signer (Print or Type)								
President, Inland Real Estate Exchange Corporation, as the sole member Patricia A. DelRosso Exchange, L.L.C., as the sole member of Glenview 1031, L.L.C.						r of (Glenview		

-ATTENTION-

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)